

RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY

TITLE:

**RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT
AUTHORITY AUTHORIZING THE PAYMENT OF CERTAIN
OPERATING EXPENSES IN CONNECTION WITH THE MORRIS
COUNTY IMPROVEMENT AUTHORITY'S COUNTY OF MORRIS
GUARANTEED RENEWABLE ENERGY PROGRAM LEASE
REVENUE BONDS, SERIES 2011 AND CERTAIN OTHER
MATTERS RELATED THERETO**

WHEREAS, the Morris County Improvement Authority (including any successors and assigns, the "Authority") has been duly created by resolution duly adopted by the Board of County Commissioners (the "Board of Commissioners") of the County of Morris (the "County") in the State of New Jersey (the "State") as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act"), and other applicable law; and

WHEREAS, pursuant to that certain resolution entitled "RESOLUTION AUTHORIZING THE ISSUANCE OF COUNTY OF MORRIS GUARANTEED RENEWABLE ENERGY PROGRAM LEASE REVENUE NOTES AND BONDS, SERIES 2011 AND ADDITIONAL BONDS OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY" adopted by the governing body of the Authority on July 20, 2011, as amended and supplemented from time to time in accordance with its terms (the "Bond Resolution"); (capitalized terms used herein and not otherwise defined herein, for all purposes of this Resolution, shall have the meanings ascribed to such terms in the Bond Resolution), the Act and other applicable law and official action, the Authority issued its "County of Morris Guaranteed Renewable Energy Program Lease Revenue Bonds, Series 2011A (Federally Taxable)", in the aggregate principal amount of \$34,100,000 (the "Series 2011 Bonds") to finance the Renewable Energy Projects for the Series 2011 Local Units as set forth in the various Program Documents in connection with the second tranche of the Authority's Renewable Energy Program ("Tranche II"); and

WHEREAS, in connection with Tranche II, the County and the Authority entered into that certain "County Guarantee Agreement (Morris County Renewable Energy Program, Series 2011," dated December 1, 2011 (the "County Guarantee") pursuant to which the County guaranteed the payment of all principal of and interest on the Series 2011 Bonds; and

WHEREAS, pursuant to Section 3(m) of Amendment and Consent No. 3 (Morris County Renewable Energy Program, Series 2011) dated as of March 3, 2015 ("Consent No. 3"), the Company (as defined in Consent No. 3) is required and obligated to operate

and maintain all built Series 2011 Local Unit Projects (as defined in Consent No. 3) in accordance with the Prior Program Documents (as defined in Consent No. 3); and

WHEREAS, the Company has incurred operating expenses for the month of December 2025, in the amounts and as further described in Exhibit A attached hereto (the "Operating Expenses"); and

WHEREAS, certain Operating Expenses have been pre-approved for payment by the terms of Consent No. 3 and certain Operating Expenses may only be paid by the Company upon consent in writing by the Authority; and

WHEREAS, such approval notwithstanding, the Authority desires to approve, ratify and confirm, as applicable, payment by the Company of all Operating Expenses, but only to the extent such approval is required pursuant to the terms of the Program Documents.

NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Authority as follows:

Section 1. The Authority hereby approves, ratifies and confirms, as applicable, payment by the Company of all Operating Expenses, but only to the extent such approval is required pursuant to the terms of the Program Documents.

Section 2. The Authorized Officers are hereby authorized and directed to take all further actions, and to execute such certificates, instruments or documents, deemed necessary, convenient or desirable by any such Authorized Officer, in consultation with counsel, in connection with all matters set forth in or contemplated by this resolution.

Section 3. Subject to the second sentence of this section, this resolution shall take effect immediately. In accordance with N.J.S.A. 40:37A-50, the Secretary of the Authority is hereby authorized and directed to submit to each member of the Board of County Commissioners, by the end of the fifth business day following this meeting, a copy of the minutes of this meeting. The Secretary is hereby further authorized and directed to obtain from the Clerk of the Board of County Commissioners a certification from the Clerk stating that the minutes of this meeting have not been vetoed by the Director of the Board of County Commissioners.

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Exhibit A
Invoices for Operating Expenses

SUNLIGHT GENERAL PROJECTS: MORRIS COUNTY
SUMMARY OF ATTACHED INVOICES:

PAGE:	DATE:	PAYEE:	SERVICES RENDERED:	PAYABLE:
2	12/1/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	DECEMBER 2025 OPERATIONS & MAINTENANCE	\$ 12,623.68
3	12/1/2025	SUNLIGHT GENERAL CAPITAL MGMT, LLC	DECEMBER 2025 ASSET MANAGEMENT	\$ 11,536.09
4	11/28/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS DMGI	\$ 3,343.75
5	12/16/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS INV 8	\$ 12,760.59
6	12/17/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS	\$ 11,262.50
7	12/16/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - DICKERSON ES	\$ 1,425.00
8	12/2/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - OTA	\$ 350.00
9	12/16/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - PSTA	\$ 600.00
				<u>\$ 53,901.61</u>

01 Dec 2025

O&M INVOICE

01 Dec 2025 — 31 Dec 2025



Per the Operations and Maintenance Agreement for Morris Renewable Energy Projects by and between SunLight General Morris Solar, LLC and Azimuth 180 Solar Electric, LLC dated January 24, 2013, please find this invoicing statement for the period indicated above.

The payable monthly amount is based on a \$17.9108 /kW DC annual fee times 8,457.71 kW DC, which is the total DC capacity of the arrays in service.

Bill To:

SunLight General Morris Solar, LLC
PO Box 8543
New York, NY 10150

Total: \$12,623.68

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

01 Dec 2025

ASSET MANAGEMENT INVOICE

01 Dec 2025 — 31 Dec 2025



Per the Asset Management Agreement for Morris Renewable Energy Projects by and between SunLight General Morris Solar, LLC and SunLight General Capital Management, LLC dated January 24, 2013, please find this invoicing statement for the period indicated above.

The payable monthly amount is based on 1) a \$75,000 annual fee and 2) a \$7.50/kW DC annual fee times 8,457.71, which is the total DC capacity of the arrays in service.

Bill To:

SunLight General Morris Solar, LLC
PO Box 8543
New York, NY 10150

Total: \$11,536.09

Remittance by ACH:

Account: SunLight General Capital Management, LLC
Account No.: 900621605
ABA/Routing No.: 021000021

Remittance by check:

SunLight General Capital Management, LLC
PO Box 8543
New York, NY 10150

28 Nov 2025

O&M INVOICE

Due: 28 Dec 2025

Please find this invoicing statement for the repairs described below:
CCM Inverter 10 contactor replacement.
BP Event # 151037



Bill To:

SunLight General Morris Solar, LLC
U.S. BANK OPERATIONS CENTER
ATTN: TRUST FINANCE MANAGEMENT
P.O. BOX 86
LOCKBOX SERVICES: SDS-12-2640
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - County College of Morris II - CCM	1/27-6/24/25 truck roll	1	150	\$150.00
Morris II - County College of Morris II - CCM	1/27-6/24/25 labor hours	2	150	\$300.00
Morris II - County College of Morris II - CCM	misc materials	1	75	\$75.00
Morris II - County College of Morris II - CCM	parts	1	2,818.75	\$2,818.75

Total: \$3,343.75

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

16 Dec 2025

O&M INVOICE

Due: 16 Jan 2026



Please find this invoicing statement for the repairs described below:
CCM inverter 8 issues.
BP Event #143110

Bill To:

SunLight General Morris Solar, LLC
U.S. BANK OPERATIONS CENTER
ATTN: TRUST FINANCE MANAGEMENT
P.O. BOX 86
LOCKBOX SERVICES: SDS-12-2640
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - County College of Morris II - CCM	10/23/24-7/9/25 parts and materials and repair	1	12,760.59	\$12,760.59

Total: \$12,760.59

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

17 Dec 2025

O&M INVOICE

Due: 16 Jan 2026

Please find this invoicing statement for the repairs described below:
CCM Inverter 6 DMGI replacement.
BP Event #149853



Bill To:

SunLight General Morris Solar, LLC
U.S. BANK OPERATIONS CENTER
ATTN: TRUST FINANCE MANAGEMENT
P.O. BOX 86
LOCKBOX SERVICES: SDS-12-2640
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - County College of Morris II - CCM	1/3/25-7/9/25 DMGI replacement for inverter 6	1	11,262.5	\$11,262.50

Total: \$11,262.50

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

16 Dec 2025

O&M INVOICE

Due: 16 Jan 2026

Please find this invoicing statement for the repairs described below:
Dickerson ES inverter shutdowns.
BP Event #161983



Bill To:

SunLight General Morris Solar, LLC
U.S. BANK OPERATIONS CENTER
ATTN: TRUST FINANCE MANAGEMENT
P.O. BOX 86
LOCKBOX SERVICES: SDS-12-2640
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - Chester SD - Dickerson ES	7/23-8/26/25 truck roll	1	150	\$150.00
Morris II - Chester SD - Dickerson ES	7/23-8/26/25 labor hours	8	150	\$1,200.00
Morris II - Chester SD - Dickerson ES	misc materials	1	75	\$75.00

Total: \$1,425.00

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

02 Dec 2025

O&M INVOICE

Due: 01 Jan 2026

Please find this invoicing statement for the repairs described below:
Morris II OTA Facility
BP Event #163181



Bill To:

SunLight General Morris Solar, LLC
U.S. BANK OPERATIONS CENTER
ATTN: TRUST FINANCE MANAGEMENT
P.O. BOX 86
LOCKBOX SERVICES: SDS-12-2640
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - Morris II County - OTA Facility	8/6/25 Service visit to address Inverter A offline	1	350	\$350.00

Total: \$350.00

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

16 Dec 2025

O&M INVOICE

Due: 16 Jan 2026

Please find this invoicing statement for the repairs described below:
PSTA Acquisuite issues.
BP Event #170338



Bill To:

SunLight General Morris Solar, LLC
U.S. BANK OPERATIONS CENTER
ATTN: TRUST FINANCE MANAGEMENT
P.O. BOX 86
LOCKBOX SERVICES: SDS-12-2640
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - Morris II County - PSTA 1 & 2	11/25/25 labor hours	4	150	\$600.00

Total: \$600.00

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

MOVED/SECONDED:

Resolution moved by Commissioner _____.

Resolution seconded by Commissioner _____.

VOTE:

Commissioner	Yes	No	Abstain	Absent
Leary				
Ramirez				
Bauer				
Sandman				
Happer				

This Resolution was acted upon at the Regular Meeting of the Authority held remotely and in person on January 14, 2026 by audio and video in accordance with notice promulgated by the Authority in accordance with applicable law.

Attested to this 14th day of January, 2026

By: _____
Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of January 14, 2026.

By: _____
Matthew D. Jessup, Esq.
Member, McManimon, Scotland & Baumann, LLC
Counsel to the Authority
Resolution No. 26-1